Technology Solution Quotation

SAAS SUBSCRIPTION AGREEMENT- ANNUAL:
Cisco FLEX Call Center- 25-30

Napa County Agreement No. 260083B
Quote #Q-00083378
PL No. 135434

MGT

AMS.NET, LLC. D/B/A
MGT Impact Solutions

MGT

AMS.NET, LLC. D/B/A MGT Impact Solutions
502 Commerce Way, Livermore, CA 94551
(925) 245-6100 | Fax (925) 245-6150
www.mgt.us

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Introduction

At AMS.NET, LLC. D/B/A MGT Impact Solutions, we are trusted advisors driven by social impact. Our specialized technology and advisory solutions address the mission-critical problems that live at the top of our client's leadership agenda. From aging technology and cybersecurity threats to budgetary constraints, we take on the toughest challenges – and succeed together.

Our suite of comprehensive technology solutions, spanning **cybersecurity**, **managed services**, **SaaS**, **physical security**, **network infrastructure**, **cloud and data**, **communications**, and more empower you to effortlessly conquer your toughest technology obstacles. Please refer to our customer price quote for specific manufacturers, parts, pricing and professional services proposed as a part of this solution.

A Social Impact Commitment

DEFINED BY IMPACT

We understand how important flexibility and scalability is to Napa County, and for this reason we are providing a predictable subscription technology solution that supports your organizations goals and helps you improve the communities you serve.

MGT's Expertise

MGT brings **50 years** of experience and more than 900 professionals driving positive social change with technology and advisory solutions for education, government, and enterprise companies. We have a national presence with local engineering and cabling resources.

Strategy & Implementation

Working alongside an organization's C-suite, we help leaders co-create strategy through organizational reviews and data analytics to create actionable roadmaps for success.

IT Infrastructure & Digital

We provide engineering expertise to modernize IT infrastructure and ensure your technology implementation is properly designed, integrated, modernized, and maintained.

Cybersecurity & Resilience

From real-time, 24/7 monitoring to proactive threat detection and rapid incident response, we can give you the tools to heighten your network's security posture and keep it there.

Performance & Operations

Bridging the gap between strategy and enduring change, we support efficient revenue allocation, promote economic development, and create fairness in hiring and contracting systems.

Impacting communities for good.

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Billing Information

AMS.NET, LLC. will invoice against the contract once a purchase order is received and processed by AMS.NET, LLC. Failure to pay invoices may lead to cancellation of manufacturer subscription.

SaaS Contract Cost Summary:

Contract Term	5 Year		Annual Total	$7,992.00
Billing Term	Annual		Total Contract	$39,960.00

Each contract has an annual adjustment period process to calculate and bill for overconsumption. At the end of each contract year, any additional licenses added during the prior year will be calculated and added to the contract. Your invoice will reflect the additional usage. At the end of the initial term, current agreement/subscription can be renewed by emailing a new purchase order to Renewals, at renewals@mgt.us. To cancel your subscription at the end of the initial term, please notify Renewals by email, no later than 45-days prior to end-of term. If we do not hear from you by 45-days prior to end-of term, your subscription will be automatically cancelled. We are required to give the manufacturer partner a 30-day cancellation notice.

AMS.NET, LLC. will invoice against the original contract once a purchase order is received and processed by the AMS.NET, LLC. internal team. Failure to pay invoices may lead to cancellation of the manufacturer subscription. In order to renew the subscription, please email a purchase order for the renewal term to Renewals at renewals@mgt.us, in writing 45-days prior to the end-of-term. AMS.NET, LLC. will send out customer reminders notifying them of the impending renewal and the customer must provide purchase order for the renewal term to AMS.NET, LLC., Renewals at renewals@mgt.us, in writing 45-days prior to the end-of-term to avoid cancellation.

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Customer
Napa County
Purchasing 1195 Third Street, Suite 101
Napa CA, 94559 US
ATTN: Casey Wightman

Quote Description
Cisco FLEX Call Center- 25-30

Estimated Contract Start	7/26/2025
Estimated Contract Expiration	7/25/2030
Contract Term	5 Year
Billing Term	Annual
Modified	4/23/2025
Account Mgr.	Dave Zieker (925) 245-6160 dzieker@mgt.us
Inside Account Mgr.	Mike Bruington (925) 245-6165 mbruington@mgt.us

Line	Item Description	Qty	Service Term	Monthly Unit Price	Qty Years	Extended Price
1	A-FLEX-PJXPC Flex CC On-Premises UCCX Premium Concurrent Agent	20	5 Year	$33.30	5	$39,960.00

Order Summary

Annual Total	$7,992.00
Contract Total	$39,960.00

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Sign and return this page to your account manager to accept this proposal for SaaS Subscription- Annual.

I, the undersigned ("Customer"), hereby accept this proposal for SaaS Services(s) as detailed in the quote number **Q-00083378**. I also agree to the following:

Terms and Conditions

Payment Conditions	
☐	**Yes**, Customer chooses to purchase SaaS services from AMS.NET, LLC. Customer understands that Customer will be responsible to pay the full costs of the services until contract has expired. Fees are non-refundable and payment obligations are non-cancelable, except as provided in your purchase terms or where prohibited by law.

Term: 5 Year

Customer has the option to renew after this contract expires using the terms of the Master Services Agreement. If this is a Cisco SaaS agreement, the Cisco Systems Universal Cloud Agreement applies. The Cisco Systems Universal Cloud Agreement includes the applicable Offer Description(s) located at www.cisco.com/go/cloudterms (collectively "Agreement"). Both the terms in this Agreement and the Agreement between you and Cisco Systems for the Cloud Service(s) must be accepted.

Year 5 Cost - Quote Total	Qty	Service Term	Monthly Unit Price	Qty Years	Extended Price
A-FLEX-PJXPC Flex CC On-Premises UCCX Premium Concurrent Agent	20	5 Year	$33.30	5	$39,960.00

Annual Total	$7,992.00
Contract Total	$39,960.00

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This Agreement may be executed in one or more counterparts, each of which will be deemed an original but all of which together will constitute one and the same instrument. Delivery of an executed counterpart of a signature page to this Agreement by facsimile, .pdf or other electronic means will be as binding and effective as delivery of a manually executed counterpart to the Agreement.

By signing below, each of the Parties, intending to be legally bound thereby, agrees to the terms of this Agreement.

Submitted by		Acknowledged and Agreed	
AMS.NET, LLC.	Signed by: *Diana Monaghan* — 3232E6663BAC45D...	Napa County	
Signature		Signature	
Name	Diana Monaghan	Name	Anne Cottrell
Title	Secretary	Title	Chair, Board of Supervisors
Date	7/29/2025	Date	

APPROVED AS TO FORM Office of County Counsel	APPROVED BY THE NAPA COUNTY BOARD OF SUPERVISORS	ATTEST: NEHA HOSKINS Clerk of the Board of Supervisors
By: _Ryan FitzGerald (e-sign)_ Deputy County Counsel	Processed by: _____ Deputy Clerk of the Board	By: _____
Date: _July 25, 2025_	Date: _____	

Payment Terms and Conditions

1. AMS.NET, LLC. will require a purchase order referencing this Quote # and an authorized representative must sign this proposal.

2. Payment Terms are NET 30. Payments made beyond 30 days are subject to a finance charge of 1.5% per month. Customer agrees to pay all collection costs and attorney fees or late payments if applicable. . In the event that a site's readiness is delayed by the customer, customer agrees to accept and pay invoices that reflect services already received.

3. Shipping charges and sales tax will not be added to this order as these services on non-taxable.

4. The laws of the state where the item is shipped will apply to this sale.

5. The term "start date" means the first business day on which the service starts. Minor omissions or variances in performance of the System that do not materially or adversely affect the operation of the system, shall not be deemed to have postponed the start date. Seller shall use its best efforts to make timely delivery of start date. HOWEVER, ALL STATED DELIVERY AND START DATES ARE APPROXIMATE AND EXCEPT AS EXPRESSLY PROVIDED IN THIS AGREEMENT, SELLER SHALL, UNDER NO CIRCUMSTANCE, BE DEEMED TO BE IN DEFAULT HEREUNDER OR BE LIABLE FOR CONSEQUENTIAL, INCIDENTAL OR SPECIAL DAMAGES OR COMMERCIAL LOSS RESULTING FROM DELAYS IN DELIVERY OF START DATE.

6. Cisco Cloud services purchased from AMS.NET, LLC. D/B/A MGT Impact Solutions requires the customer to accept Cisco's Universal Cloud Agreement located on Cisco Systems' Website. This Universal Cloud Agreement describes the rights and responsibilities related to the Cloud Service(s) You purchase from Cisco or an Approved Source and is between You and Cisco. The Universal Cloud Agreement includes the applicable Offer Description(s) located at www.cisco.com/go/cloudterms

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(collectively "Agreement"). By clicking 'accept,' or using the Cloud Service, You agree to the terms of this Agreement. If You do not have authority to enter into this Agreement, or if You do not agree with its terms, do not click 'accept' and do not use the Cloud Service. If You determine that You cannot comply with the terms of this Agreement after You have paid for the Cloud Service, You may terminate Your access to the Cloud Service for a full refund provided You do so within thirty (30) days of Your purchase.

7. AMS.NET, LLC. will invoice against the original contract once a purchase order is received and processed by the AMS.NET, LLC. Impact Solutions internal team. Failure to pay invoices may lead to cancellation of the manufacturer subscription. Each contract has an annual adjustment period process to calculate and bill for overconsumption. At the end of each contract year, any additional licenses added during the prior year will be calculated and added to the contract. In order to renew the subscription, please email a purchase order for the renewal term to Renewals at renewals@mgt.us, within 45-days of the end of the initial term. AMS.NET, LLC. will send out customer reminders notifying them of the impending renewal and the customer must provide purchase order for the renewal term to AMS.NET, LLC., Renewals at renewals@mgt.us, in writing 45-days prior to the end-of-term to avoid cancellation.

AMS.NET, LLC.
Tax ID: 94-3291626
C7 License: 763508

Purchase Order

Please make your purchase order to AMS.NET, LLC. and email it to Dave Zieker at dzieker@mgt.us. You may also return it by mail to 502 Commerce Way, Livermore, CA 94551.

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